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PILKA & ASSOCIATES, P.A.

ATTORNEYS AT LAW

DANIEL F. PILKA† CAROLINE A. ADAMS* MARK E. HAGER**

PLEASE REPLY TO: BRANDON ADDRESS TELEPHONE (813) 653-3800 TELEPHONE (863) 667-0780 FACSIMILE (813) 651-0710 E-mail Address: aw@olka.com SCOTT F. BARNETT MICHAEL T. EATMAN ROBERT FRASER

THE TOTAL CONTRACT REPORT AND A CONTRACT OF A

OF COUNSEL

TCERTIFIED CIRCUIT CIVIL MEDIATOR "ALSO MEMBER OF TENNESSEE BAR "ALSO MEMBER OF PENNSYLVANIA BAR

September 15, 2005

Federal Express Airbill #: 8530 8628 6344 Secretary of State Division of Corporations 409 E. Gaines Street Tallahassee, FL 32399

Re: Lakeland Open MRI, LLC

Dear Sir/Madam:

Enclosed please find the original Articles of Organization for the above referenced corporation, along with a copy of the same and this firm's check in the amount of \$125.00 for costs in filing the enclosed.

Upon completion of your filing of the Articles, kindly return a timed stamped copy of the filed Articles. If you should have any questions please contact our office. The toll free number is 800-260-1529.

Thank you for your assistance regarding this matter.

Very truly yours,

Emmighourson

Emmy Anderson Legal Assistant to Mark E. Hager

/ea Enclosures



213 PROVIDENCE ROAD, POST OFFICE BOX 3470, BPANDON, FLORIDA 33509-3470 1102 South Florida Avenue, Lakeland, Florida 33803-1308



<u>ARTICLES OF ORGANIZATION</u> <u>OF</u> <u>LAKELAND OPEN MRI. LLC</u>

ARTICLE I - NAME

The name of the limited liability company shall be LAKELAND OPEN MRI, LLC, ("company").

ARTICLE II – ADDRESS

The mailing address and street address of the principal office of the company is 912 Normandy Trace Road, Tampa, Florida, 33602.

ARTICLE III - PURPOSES AND POWERS

In addition to the powers authorized by the laws of the State of Florida for limited, liability companies, the general nature of the business or businesses to be transacted, and we the limited liability company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.

2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.

3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.

4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.

5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

6. To do everything necessary, proper, advisable, or convenient for the accomplication of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental of pertaining to, or going out of, or connected with its business or powers, provided the same thall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business. businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

ARTICLE IV -- DURATION

The company shall commence its existence on the date these articles of organization are executed. The company's existence shall be perpetual unless the company is dissolved earlier as provided in these articles of organization or in the regulations.

ARTICLE V - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the state of Florida are: DESTIN SWINSON, 912 Normandy Trace Road, Tampa, Florida, 33602.

ARTICLE VI - CAPITAL CONTRIBUTIONS

Capital contributions in the amount of \$500.00 cash shall be paid to the limited liability company by each members. Additional contributions will be made as required for investment purposes, as determined by unanimous consent of the members. Members will make contributions in equal shares

ARTICLE VII - ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous

consent of all the members, or as provided in the regulations.

ARTICLE VIII -- ADMISSION OF NEW MEMBERS

Except as set forth in the regulations, no additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all of the members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

ARTICLE IX -- MEMBERS' RIGHT TO CONTINUE BUSINESS

The company shall be dissolved on the death, bankruptcy, or dissolution of a membership of manager, or on the occurrence of any other event that terminates the continued membership of member in the company, unless the business of the company is continued by unanimous vote of all the remaining members.

ARTICLE X -- MANAGEMENT

The company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulation may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The names and addresses of the members of the company are

DESTIN SWINSON 912 Normandy Trace Road Tampa, Florida 33602

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at Brandon, Hillsborough County, Florida, on <u>September 15, 2005</u>.

DESTIN SWINSØN

STATE OF FLORIDA

COUNTY OF POLK

The foregoing instrument was acknowledged before me this 2005, by DESTIN SWINSON, whom has produced a Florida Driver's as identification, and each of whom did not take an oath.

NOTARY PUBL

My Commission DD091235 Expires May 15, 2005

ACCEPTANCE BY REGISTERED AGENT

Having been named registered agent to accept service of process for the above stated limited liability company, at the place designated in the Articles of Organization, I hereby accept to act in this capacity, and agree to comply with the provisions of the Florida Statutes in all matters relative thereto.

Dated: 9-15-2005

DESTIN SWINSON

Registered Agent

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